

# OSTER

## Researching Services

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August 25, 2005

Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423

RECORDATION NO.

19084 - 1 FILED

AUG 25 '05

2-25 PM

SURFACE TRANSPORTATION BOARD

Dear Sir:

Enclosed for recording with the Surface Transportation Board is a Memorandum of Assignment of Lease Agreement dated 1/1/05 including the following parties and railroad equipment:

Assignor: The Andersons, Inc.  
480 W. Dussel Drive  
Maumee, OH 43537

Assignee: Wells Fargo Equipment Finance, Inc.  
733 Marquette Avenue, Suite 700  
Minneapolis, MN 55402

Equipment: 49, 100-ton 5250 cf Covered Hoppers  
NRLX 608-666

Please record this agreement as a secondary document to STB Recordation # 19084.  
The filing fee of \$33 is enclosed. Thank you.

Sincerely,

Mary Ann Oster  
Research Consultant

Enclosure

AUG-25-2005 THU 09:58 AM WELLS FARGO EQF

FAX NO. 6123161862

P. 02

RECORDATION NO.

19084-15

FILED

AUG 25 '05

2-25 PM

MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF ASSIGNMENT OF LEASE AGREEMENT (the "Assignment") is made effective and entered into as of January 1, 2005 by and between The Andersons, Inc., ("Assignor") and Wells Fargo Equipment Finance, Inc. ("Assignee"); and

Assignor, The Andersons, Inc., as Lessor and Bunge North America, Inc., as Lessee have heretofore entered into that certain Full Service Lease Agreement Lease #200101-BNA made effective as of September 21, 2001 and Rider #200101-BNAR14 Deal #R00677 dated December 8, 2004 (the "Lease") pertaining to the railcars described therein (the "Railcars"). The Memorandum of Lease Agreement with respect to the Lease was filed on December 7, 1994 200 with the Surface Transportation Board (formerly known as the Interstate Commerce Commission) pursuant to 49 U.S.C. §11301.

Concurrently herewith, Assignor has assigned to Assignee all right, title and interest of Assignor in and to the Railcars and the Lease; and the parties desire to effect the assignment of the rights of Assignor under the Memorandum of Lease Agreement.

NOW, THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) in hand paid, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest of Assignor in, to and under the Lease; and Assignee accepts such assignment.

This Assignment may be executed in any number of counterparts, each executed counterpart constituting an original but altogether only one and the same assignment.

(Signature pages to follow)

AUG-25-2005 THU 09:59 AM WELLS FARGO EQF

FAX NO. 6123161862

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IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Assignment of Lease Agreement to be executed as of the date first above written.

ASSIGNEE:

WELLS FARGO EQUIPMENT FINANCE, INC.

By: Patti H. DeYoungPrinted Name: PATTI H. DEYOUNGTitle: SENIOR CONTRACT ADMINISTRATOR

STATE OF MINNESOTA )

COUNTY OF Hennepin ) SS:

Before me, a Notary Public, in and for said county and state, personally appeared Patti H. DeYoung, the Senior Contract Admin. of Wells Fargo Equipment Finance, Inc., who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its board of directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Minneapolis, Minnesota this 22nd day of March, 2005.

Mary Christner  
Notary Public

My commission expires



AUG-25-2005 THU 09:59 AM WELLS FARGO EQF

FAX NO. 6123161862

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ASSIGNOR:

THE ANDERSONS, INC.

By: Gary L. Smith

Printed Name: Gary L. Smith

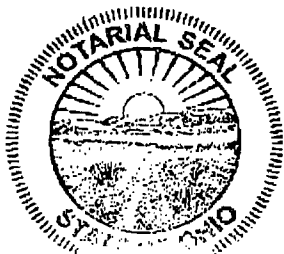
Title: Vice President, Finance and Treasurer

STATE OF OHIO )

COUNTY OF LUCAS ) SS:

Before me, a Notary Public, in and for said county and state, personally appeared Gary L. Smith, the Vice President, Finance and Treasurer of The Andersons, Inc., an Ohio corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing instrument in behalf of said corporation and by authority of its board of directors on behalf of the corporation and that the same is the free act and deed of said officer and of said corporation.

In Testimony Whereof, I have hereunto set my hand and official seal at Maumee, Ohio, this 18th day of March, 2005.



Judy A. Baldwin  
Notary Public  
My commission expires: 2/01/2010

JUDY A. BALDWIN  
Notary Public, State of Ohio  
Commission Expires 2/01/2010

AUG-25-2005 THU 09:59 AM WELLS FARGO EQF

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**SCHEDULE A****DESCRIPTION OF RAILCARS**

Forty-Nine (49) ACF-built, 100 ton, 5250 cubic foot, covered hopper cars.

## Car Numbers and Marks:

NRLX 608	NRLX 642
NRLX 609	NRLX 643
NRLX 610	NRLX 644
NRLX 612	NRLX 645
NRLX 613	NRLX 646
NRLX 614	NRLX 647
NRLX 615	NRLX 648
NRLX 616	NRLX 650
NRLX 618	NRLX 651
NRLX 619	NRLX 652
NRLX 621	NRLX 653
NRLX 622	NRLX 654
NRLX 623	NRLX 655
NRLX 624	NRLX 656
NRLX 625	NRLX 657
NRLX 626	NRLX 658
NRLX 627	NRLX 659
NRLX 629	NRLX 660
NRLX 633	NRLX 661
NRLX 635	NRLX 662
NRLX 637	NRLX 663
NRLX 638	NRLX 664
NRLX 639	NRLX 665
NRLX 640	NRLX 666
NRLX 641	